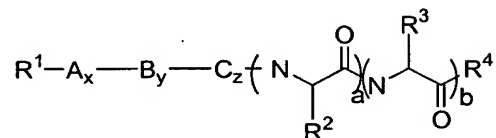


CLAIMS

What is claimed is:

1. A compound of structural Formula (I):



or a pharmaceutically available salt, solvate, hydrate or N-oxide thereof wherein:

a, b, x, y and z are 0 or 1;

A is a cyclic amino acid;

B is a basic amino acid;

C is a small amino acid;

R^1 is alkyl, substituted alkyl, acyl, substituted acyl, alkylsulfonyl, substituted alkylsulfonyl, arylalkyl, substituted arylalkyl, arylsulfonyl, substituted arylsulfonyl, heteroalkyl, substituted heteroalkyl, heteroarylsulfonyl, substituted heteroarylsulfonyl, heteroarylalkyl, substituted heteroarylalkyl, oxycarbonyl or substituted oxycarbonyl;

R^2 is alkyl, $-(CH_2)_mS(O)_nR^5$, $-(CH_2)_mS(O)_n-S(O)_oR^5$ or $-(CMe)_mS(O)_nR^5$

m is 1, 2, 3 or 4;

n and o are independently 0, 1 or 2;

R^3 is $-CH_2CONH_2$ or $-CH_2CH_2CONH_2$;

R^4 is alkyl, $-NR^6R^7$ or $-OR^8$;

R^5 is alkyl, substituted alkyl, acyl, substituted acyl, aryl, substituted aryl, arylalkyl, substituted arylalkyl, heteroalkyl, substituted heteroalkyl, heteroaryl, substituted heteroaryl, heteroarylalkyl, substituted heteroarylalkyl, oxycarbonyl or substituted oxycarbonyl;

R^6 and R^7 are independently hydrogen or alkyl; and

R^8 is alkyl, substituted alkyl, aryl substituted aryl, arylalkyl, substituted arylalkyl, heteroalkyl, substituted heteroalkyl, heteroaryl, substituted heteroaryl, heteroarylalkyl or substituted heteroarylalkyl;

with the provisos that:

R^5 is not methyl when m is 1;

a is 1 unless A is proline, B is histidine, C is serine and b is 0 when a is 0; and

R^2 is $-(CH_2)_mS(O)_nR^5$ or $-(CH_2)_mS(O)_n-S(O)_oR^5$ unless b, x, y and z are 1.

2. The compound of Claim 1, wherein A is proline, B is histidine, C is serine and R^3 is $-CH_2CONH_2$.

3. The compound of Claim 1 or Claim 2, wherein R^1 is acyl, substituted acyl, arylalkyl, substituted arylalkyl, oxycarbonyl and substituted oxycarbonyl.

4. The compound of Claim 1 or Claim 2, wherein R^1 is acyl, substituted acyl, oxycarbonyl and substituted oxycarbonyl.

5. The compound of Claim 1 or Claim 2, wherein R^2 is $-(CH_2)_mS(O)_nR^5$ or $-(CH_2)_mS(O)_n-S(O)_oR^5$ and m is 1 or 2.

6. The compound of Claim 1 or Claim 2, wherein R^4 is NR^7R^8 and R^7 and R^8 are hydrogen.

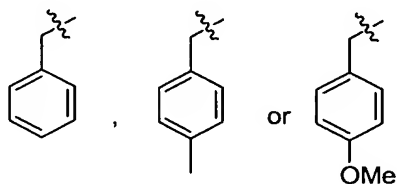
7. The compound of Claim 1, wherein a, b, x, y and z are 1.
8. The compound of Claim 1, wherein x is 0 and a, b, y and z are 1.
9. The compound of Claim 1, wherein x and y are 0 and a, b and z are 1.
10. The compound of Claim 1, wherein x, y and z are 0 and a and b are 1.
11. The compound of Claim 1, wherein x, z, a and b are 1 and y is 0.
12. The compound of Claim 1, wherein x, a and b are 1 and y and z are 0.
13. The compound of Claim 1, wherein y, a and b are 1 and x and z are 0.
14. The compound of Claim 1, wherein x, y, z and a are 1 and b is 0.
15. The compound of Claim 1, wherein y, z and a are 1 and x and b are 0.
16. The compound of Claim 1, wherein x, y, z and b are 1 and a is 0.
17. The compound of Claim 1, wherein z and a are 1 and x, y and b are 0.
18. The compound of Claim 1, wherein a is 1 and x, y, z and b are 0.
19. The compound of Claim 1, wherein A is a D amino acid.
20. The compound of Claim 1, wherein A, B and C are L amino acids and the α carbons adjacent to R^2 and R^3 , respectively have the L configuration.
21. The compound of Claim 2, wherein
 R^1 is acyl, substituted acyl, oxycarbonyl and substituted
oxycarbonyl;

a, b, x, y and z are 1;

m is 1 or 2; and

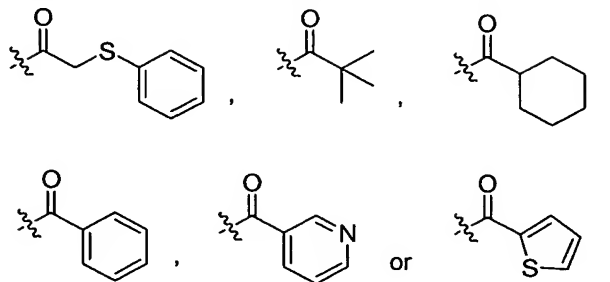
R^4 is NR^7R^8 and R^7 and R^8 are hydrogen.

22. The compound of Claim 21, wherein R^1 is acyl.
23. The compound of Claim 22, wherein R^1 is $-C(O)CH_3$ and R^2 is alkyl.
24. The compound of Claim 23, wherein R^2 is methyl or allyl.
25. The compound of Claim 22, wherein R^1 is $-C(O)CH_3$, R^2 is $-(CH_2)_mS(O)_nR^5$ and m is 1.
26. The compound of Claim 25, wherein n is 0 and R^5 is alkyl or substituted alkyl.
27. The compound of Claim 26, wherein R^5 is ethyl, *t*-butyl or $-CH_2NHC(O)CH_3$.
28. The compound of Claim 25, wherein n is 0 and R^5 is arylalkyl or substituted arylalkyl.
29. The compound of Claim 28, wherein R^5 is



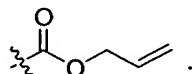
30. The compound of Claim 25, wherein n is 0 and R^5 is acyl or substituted acyl.

31. The compound of Claim 30, wherein R^5 is



32. The compound of Claim 25, wherein n is 0 and R^5 is oxycarbonyl or substituted oxycarbonyl.

33. The compound of Claim 32, wherein R^5 is



34. The compound of Claim 22, wherein R^1 is $-C(O)CH_3$, R^2 is $-(CH_2)_mS(O)_n-S(O)_oR^5$ and m is 1.

35. The compound of Claim 34, wherein n and o are 0 and R^5 is alkyl or aryl.

36. The compound of Claim 35, wherein R^5 is methyl, ethyl or phenyl.

37. The compound of Claim 22, wherein R^1 is $-C(O)CH_3$, R^2 is $-(CH_2)_mS(O)_nR^5$ and m is 2.

38. The compound of Claim 37, wherein n is 0 and R^5 is alkyl or arylalkyl.

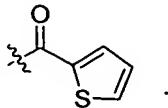
39. The compound of Claim 38, wherein R^5 is methyl or benzyl.

40. The compound of Claim 37, wherein n is 1 or 2 and R^5 is alkyl.

41. The compound of Claim 40, wherein R^5 is methyl.

42. The compound of Claim 37, wherein n is 0 and R⁵ is acyl.

43. The compound of Claim 42, wherein R⁵ is pivaloyl or



44. The compound of Claim 2, wherein:

R¹ is acyl, substituted acyl, oxycarbonyl and substituted oxycarbonyl;

m is 1 or 2; and

R⁴ is NR⁷R⁸ and R⁷ and R⁸ are hydrogen.

45. The compound of Claim 44, wherein x is 0 and a, b, y and z are 1.

46. The compound of Claim 44, wherein x and y are 0 and a, b and z are 1.

47. The compound of Claim 44, wherein x, y and z are 0 and a and b are 1.

48. The compound of Claim 44, wherein y is 0 and a, b, x and z are 1.

49. The compound of Claim 44, wherein y and z are 0 and a, b and x are 1.

50. The compound of Claim 44, wherein x and z are 0 and a, b and y are 1.

51. The compound of Claim 44, wherein b is 0 and a, x, y and z are 1.

52. The compound of Claim 44, wherein b and x are 0 and a, y and z are 1.

53. The compound of Claim 44, wherein b, x and y are 0 and a and z are 1.

54. The compound of Claim 44, wherein b, x, y and z are 0 and a is 1
55. The compound of anyone of Claims 45-54, wherein R¹ is acyl, R² is $-(CH_2)_mS(O)_nR^5$, m is 1 and R⁵ is alkyl
56. The compound of Claim 55, wherein R¹ is $-C(O)CH_3$ and R⁵ is methyl.
57. The compound of Claim 44, wherein a is 0 and b, x, y and z are 1.
58. The compound of Claim 57, wherein R¹ is $-C(O)CH_3$.
59. A pharmaceutical composition comprising a compound of Claim 1 or Claim 2 and a pharmaceutically acceptable diluent, excipient or adjuvant.
60. A method for treating or preventing cancer in a patient comprising administering to the patient in need of such treatment a therapeutically effective amount of a compound of Claim 1 or Claim 2.
61. A method for treating or preventing cancer in a patient comprising administering to the patient in need of such treatment a therapeutically effective amount of the pharmaceutical composition of Claim 59.
62. The method of Claim 61 further comprising administering to the patient in need of such treatment a therapeutically effective amount of another anti-cancer agent or a pharmaceutical composition comprising the other anti-cancer agent and a pharmaceutically acceptable diluent, excipient or adjuvant.
63. The method of Claim 60 further comprising administering to the patient in need of such treatment a therapeutically effective amount of another anti-cancer agent or a pharmaceutical composition comprising the other anti-cancer agent and a pharmaceutically acceptable diluent, excipient or adjuvant.
64. The method of Claim 60, wherein the cancer is breast cancer, renal cancer, brain cancer colon cancer, prostate cancer, chondrosarcoma or angiosarcoma.

65. The method of Claim 61, wherein the cancer is breast cancer, renal cancer, brain cancer colon cancer, prostate cancer, chondrosarcoma or angiosarcoma.